

# Exhibit

# 2

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF VIRGINIA  
NORFOLK DIVISION**

IN RE: ZETIA (EZETIMIBE) ANTITRUST  
LITIGATION

MDL No. 2:18-md-2836

THIS DOCUMENT RELATES TO:  
ALL ACTIONS

**MODIFICATION TO SETTLEMENT AGREEMENT**

A Settlement Agreement was entered into on June 21, 2019 by and between Par Pharmaceutical, Inc. (“Par”), by and through its undersigned counsel, Williams & Connolly, LLP, on the one hand, and the Direct Purchaser Plaintiffs,<sup>1</sup> by and through their undersigned counsel Hagens Berman Sobol Shapiro LLP (on behalf of themselves and a putative class of direct purchasers of brand and generic Zetia) (“Plaintiffs”) in the multidistrict litigation captioned *In re Zetia (Ezetimibe) Antitrust Litigation*, MDL No. 2836 (the “Zetia Antitrust MDL”), pending in the Eastern District of Virginia (the “Court”).

The parties to the Settlement Agreement wish to modify paragraph four of the Settlement Agreement pursuant to paragraph 24 as follows:

4. **Extension of Par’s Deadline to Respond.** Within five (5) business days of Plaintiffs serving the Proposed Direct Purchasers’ Amended Complaint pursuant to Rule 4(d) of the Federal Rules of Civil Procedure, Par and the Plaintiffs shall jointly move for the Court for an extension of Par’s deadline to respond to the Amended Complaint until thirty (30) days following the Court’s ruling on the Preliminary Approval Motion (as defined below).

---

<sup>1</sup> Direct Purchaser Plaintiffs include FWK Holdings, LLC, Rochester Drug Co-Operative, Inc., and Cesar Castillo, Inc.

No other changes to the Settlement Agreement are contemplated by this modification.

IN WITNESS WHEREOF, each of the signatories has read and understood this modification to the Settlement Agreement, has executed it, represents that he or she is authorized to execute this modification to the Settlement Agreement on behalf of the party for which he or she has signed, has agreed on behalf of his or her respective party to be bound by its terms, and has entered into this modification of the Settlement Agreement on behalf of the party or parties for which he or she has signed as of the date indicated below.

By: \_\_\_\_\_  
Thomas M. Sobol  
Kristen A. Johnson  
Hagens Berman Sobol Shapiro LLP  
55 Cambridge Parkway, Suite 301  
Cambridge, MA 02142  
Tel: (617) 482-3700  
Fax: (617) 482-3003 (fax)  
Email: tom@hbsslaw.com  
kristenj@hbsslaw.com

Dated: June 27, 2019

*Interim Liaison and Co-Lead Counsel for Proposed  
Direct Purchaser Class*

By: \_\_\_\_\_  
David A. Forkner  
Benjamin Greenblum  
Williams & Connolly LLP  
725 Twelfth Street, N.W.  
Washington, D.C. 20005  
bgreenblum@wc.com

Dated: June 27, 2019

*Counsel for Par Pharmaceutical, Inc.*